

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: :  
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HUDSON 888 OWNER LLC and : Chapter 11  
:  
HUDSON 888 HOLDCO LLC, : Case No.: 24-10021 (MEW)  
:  
:  
Debtors.<sup>1</sup> : (Jointly Administered)  
:  
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**GLOBAL NOTES AND STATEMENTS REGARDING DEBTOR’S SCHEDULES  
OF ASSETS AND LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS**

**General**

Debtor Hudson 888 Owner LLC as debtor and debtor-in-possession (the “**Debtor**”), filed herewith its Schedules of Assets and Liabilities (collectively, the “**Schedules**”) and the Statement of Financial Affairs (the “**Statement**” and together with the Schedules, the “**Schedules and Statement**”) in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”). The Debtor, with the assistance of its legal and financial advisors, prepared the Schedules and Statement in accordance with section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”), Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and Rule 1007-1 of the Local Rules of the Bankruptcy Court for the Southern District of New York (the “**Local Bankruptcy Rules**”).

These Global Notes and Statements Regarding the Debtor’s Schedules and Statements (the “**Global Notes**”) pertain to, are incorporated by reference in, and constitute an integral part of, all of the Schedules and Statement, and should be referred to and considered in connection with any

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<sup>1</sup> The Debtors’ principal offices are located at 150 East 52nd Street, Suite 8002, New York, New York 10022. The last four digits of the Federal Tax Id. No. of Hudson 888 Owner LLC are 6993. The last four digits of the Federal Tax Id. No. of Hudson 888 Holdco LLC are 4666.

review of the Schedules and Statement. The Global Notes should be referred to and reviewed in connection with any review of the Schedules and Statement. The Global Notes are in addition to any specific notes contained in the Schedules and Statement.

The Schedules and Statement do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), nor are they intended to be fully reconciled with the financial statements of the Debtor. Additionally, the Schedules and Statement contain unaudited information that is subject to further review, potential adjustment, and reflect the Debtor’s commercially reasonable efforts to report the assets and liabilities of the Debtor.

The Debtor reserves all rights to amend, modify, or supplement its Schedules and Statement in all respects, as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected on the Schedules and Statement as to amount, liability or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent” or “unliquidated.” Nothing contained in the Schedules and Statement shall constitute a waiver of any rights, including, but not limited to, issues involving equitable subordination, characterization or re-characterization of contracts, assumption or rejection of executory contracts and causes of action arising under chapter 5 of the Bankruptcy Code or any applicable non-bankruptcy laws to recover assets or avoid transfers.

#### **Global Notes and Overview of Methodology**

1. **“As Of” Petition Date.** On January 7, 2024 (the “**Petition Date**”), Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the Bankruptcy Court. The information provided herein represents the asset and liability data of the Debtor as of the Petition Date.

2. **Global Notes Control.** Disclosure of information in the Schedules and Statement, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedules and/or Statement. In the event that the Schedules and Statement differ from the Global Notes, the Global Notes shall control.

3. **Reservations and Limitations.** The Debtor used commercially reasonable efforts to prepare and file complete and accurate Schedules and Statement. The Debtor reserves all rights to amend and supplement the Schedules and Statement as may be necessary or appropriate but do not undertake any obligation to do so, except as required by applicable law. Nothing contained in the Schedules and Statement constitutes a waiver of any of the Debtor's rights or an admission of any kind with respect to this chapter 11 case, including, but not limited to, any claims against the Debtor, any rights or claims of the Debtor against any third party or any issues involving equitable subordination or defenses or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code or any other relevant applicable bankruptcy or non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph. Nothing contained in the Schedules and Statement or the Global Notes is intended as, or should be construed as, an admission or stipulation of the validity of any claim against the Debtor, any assertion made therein or herein, or a waiver of the Debtor's rights to dispute any claim or assert any cause of action or defense against any party.

- a. **Net Value of Assets.** Unless otherwise indicated, the Debtor's Schedules and Statement reflect the net values as of the Petition Date. Values of assets prepared in accordance with GAAP generally do not reflect the current performance of the assets and may differ materially from the actual value and/or performance of the underlying assets. As such, the values listed in these Schedules and Statement cannot be used to determine the Debtor's enterprise valuation.
- b. **Recharacterization and Classifications.** The Debtor has made commercially reasonable efforts to correctly characterize, classify, categorize, and designate the

claims, assets, and other items reported in the Schedules and Statement. However, the Debtor may have improperly characterized, classified, categorized, designated, or omitted certain items due the Debtor's lack of access to relevant financial information. Accordingly, the Debtor reserves all of its rights to recharacterize, reclassify, recategorize, redesignate, add, or delete items reported in the Schedules and Statement at a later time as necessary or appropriate.

- c. **Classification.** Listing (i) a claim on Schedule D as "secured," (ii) a claim on Schedule E/F as "priority" or "unsecured," or (iii) a contract on Schedule G as "executory" or "unexpired" does not constitute an admission by the Debtor of the legal rights of the claimant or contract counterparty or a waiver of the Debtor's rights to recharacterize or reclassify such claim or contract.
- d. **Claims Description.** Any failure to designate a claim in the Schedules and Statement as "contingent," "unliquidated," or "disputed" does not constitute an admission by the Debtor that such claim or amount is not "contingent," "unliquidated," or "disputed." The Debtor reserves all of its rights to dispute, or to assert offsets or defenses to, any claim reflected on the Schedules or Statement on any grounds, including, but not limited to, amount, liability, priority, status, or classification, or to otherwise subsequently designate any claim as "contingent," "unliquidated," or "disputed." Listing a claim does not constitute an admission of liability by the Debtor.
- e. **Estimates and Assumptions.** The preparation of the Schedules and Statement required the Debtor to make reasonable estimates and assumptions with respect to the reported amounts, including but not limited to, amounts of assets and liabilities, the amount of contingent assets and contingent liabilities on the date of filing the Schedules and Statement, and the reported amounts of revenues and expenses during the applicable reporting periods. Actual results could differ materially from such estimates. The Debtor reserves all rights to amend the reported amounts of assets and liabilities, contingent assets and contingent liabilities, and revenues and expenses to reflect changes in those estimates or assumptions.
- f. **Causes of Action.** Despite its commercially reasonable efforts to identify all known assets, the Debtor may not have listed all of its causes of action (filed or potential) against third parties as assets in its Schedules and Statement, including, without limitation, avoidance actions arising under chapter 5 of the Bankruptcy Code and actions under other relevant bankruptcy and non-bankruptcy laws to recover assets. The Debtor reserves all of its rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross claim, counterclaim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law or in equity,

or pursuant to any other theory of law (collectively, “**Causes of Action**”) it may have, and neither these Global Notes nor the Schedules and Statement shall be deemed a waiver of any claims or Causes of Action or in any way prejudice or impair the assertion of such claims or Causes of Action.

- g. **Intellectual Property Rights.** Exclusion of any intellectual property shall not be construed to be an admission that such intellectual property rights have been abandoned, have been terminated, or otherwise have expired by their terms, or have been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction.

4. **Methodology.**

- a. **Basis of Presentation.** The Schedules and Statement do not purport to represent financial statements prepared in accordance with GAAP, nor are they intended to fully reconcile to any other financial statements prepared by the Debtor.
- b. **Undetermined Amounts.** The description of an amount as “undetermined” or “unknown” is not intended to reflect upon the materiality of such amount.
- c. **Unliquidated Amounts.** Amounts that could not be fairly or readily quantified by the Debtor are scheduled as “unliquidated.”
- d. **Totals.** All totals that are included in the Schedules and Statement represent totals of all the known amounts included in the Schedules and Statement. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total. The description of an amount as “undetermined” is not intended to reflect upon the materiality of such amount.
- e. **Liens.** The inventories, property, and equipment listed in the Schedules and Statement are presented without consideration of any mechanic’s, materialmen, or similar liens that may attach (or have attached) to such inventories, property, and equipment, and the Debtor reserves all of its rights with respect to such liens.

**Fill in this information to identify the case:**

Debtor name Hudson 888 Owner LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) 24-10021

☐ Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 5, 2024

**X /s/ Sheng Zhang**

Signature of individual signing on behalf of debtor

**Sheng Zhang**

Printed name

**Chairman and CEO**

Position or relationship to debtor

**Fill in this information to identify the case:**

Debtor name **Hudson 888 Owner LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **24-10021**

☐ Check if this is an amended filing

**Official Form 206Sum**  
**Summary of Assets and Liabilities for Non-Individuals**

12/15

**Part 1: Summary of Assets**

**1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

<b>1a. Real property:</b> Copy line 88 from <i>Schedule A/B</i> .....	\$ <b>120,000,000.00</b>
<b>1b. Total personal property:</b> Copy line 91A from <i>Schedule A/B</i> .....	\$ <b>1,368,864.03</b>
<b>1c. Total of all property:</b> Copy line 92 from <i>Schedule A/B</i> .....	\$ <b>121,368,864.03</b>

**Part 2: Summary of Liabilities**

<b>2. Schedule D: Creditors Who Have Claims Secured by Property</b> (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i> .....	\$ <b>58,866,065.00</b>
<b>3. Schedule E/F: Creditors Who Have Unsecured Claims</b> (Official Form 206E/F)	
<b>3a. Total claim amounts of priority unsecured claims:</b> Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i> .....	\$ <b>0.00</b>
<b>3b. Total amount of claims of nonpriority amount of unsecured claims:</b> Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i> .....	+\$ <b>496,534.31</b>
<b>4. Total liabilities</b> ..... Lines 2 + 3a + 3b	\$ <b>59,362,599.31</b>

**Fill in this information to identify the case:**

Debtor name **Hudson 888 Owner LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **24-10021**

☐ Check if this is an amended filing

## Official Form 206A/B

### Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents**

**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.  
☒ Yes Fill in the information below.

**All cash or cash equivalents owned or controlled by the debtor**

**Current value of debtor's interest**

**3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

**Wells Fargo Bank, N.A.**

**P.O.Box 63020**

**3.1. San Francisco, CA 94163**

**Checking**

**9738**

**\$41,826.22**

**Wells Fargo Bank, N.A.**

**P.O.Box 63020**

**3.2. San Francisco, CA 94163**

**DACA (Restrict Cash Account)**

**1544**

**\$5,000.00**

**Wells Fargo Bank, N.A.**

**P.O.Box 63020**

**3.3. San Francisco, CA 94163**

**CMA (Lender Control)**

**1551**

**\$268,180.18**

**Key Bank**

**P.O. Box 93885**

**3.4. Cleveland, OH 44101-5885**

**CMA (Lender account)**

**3088**

**\$719,907.09**

**4. Other cash equivalents (Identify all)**

**5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

**\$1,034,913.49**

**Part 2: Deposits and Prepayments**

**6. Does the debtor have any deposits or prepayments?**

- ☐ No. Go to Part 3.

Debtor Hudson 888 Owner LLC  
Name

Case number (If known) 24-10021

☒ Yes Fill in the information below.

7. **Deposits, including security deposits and utility deposits**  
Description, including name of holder of deposit

7.1. ConEd - utility deposit \$38,280.00

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**  
Description, including name of holder of prepayment

8.1. Prepaid on commercial package policy with Wesco Insurance Company for the period 1/7/2024 through 2/4/2024 \$9,013.68

8.2. Prepaid on general liability policy with Nautilus Insurance Company for the period 1/7/2024 through 10/27/2024 \$17,356.00

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$64,649.68

**Part 3: Accounts receivable**

10. **Does the debtor have any accounts receivable?**

☐ No. Go to Part 4.

☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: 220,833.33 - 0.00 = .... \$220,833.33  
face amount doubtful or uncollectible accounts

11a. 90 days old or less: 23,525.77 - 0.00 = .... \$23,525.77  
face amount doubtful or uncollectible accounts

11a. 90 days old or less: 24,941.76 - 0.00 = .... \$24,941.76  
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$269,300.86

**Part 4: Investments**

13. **Does the debtor own any investments?**

☒ No. Go to Part 5.

☐ Yes Fill in the information below.

**Part 5: Inventory, excluding agriculture assets**

18. **Does the debtor own any inventory (excluding agriculture assets)?**

☒ No. Go to Part 6.

☐ Yes Fill in the information below.

Debtor **Hudson 888 Owner LLC**  
Name

Case number (If known) **24-10021**

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.  
☐ Yes Fill in the information below.

**Part 7: Office furniture, fixtures, and equipment; and collectibles**

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.  
☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	<b>Office furniture</b> General office furniture (office chair, office desk, lounge chair, couch, etc.)	\$173,385.00		Unknown
40.	<b>Office fixtures</b>			
41.	<b>Office equipment, including all computer equipment and communication systems equipment and software</b> office computers, software	\$0.00		\$0.00

42. **Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**  
Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☒ No  
☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No  
☐ Yes

**Part 8: Machinery, equipment, and vehicles**

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☒ No. Go to Part 9.  
☐ Yes Fill in the information below.

**Part 9: Real property**

54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.  
☒ Yes Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Debtor **Hudson 888 Owner LLC**  
Name

Case number (If known) **24-10021**

**Description and location of property**

Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available).

**Nature and extent of debtor's interest in property**

**Net book value of debtor's interest**  
(Where available)

**Valuation method used for current value**

**Current value of debtor's interest**

55.1. **60 residential**

**condominium units and**

**5 commercial condominium units located at**

**500 West 45th Street, New York, NY**

**Fee simple**

**\$0.00**

**\$120,000,000.00**

56. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

**\$120,000,000.00**

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

☒ No

☐ Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

☒ No

☐ Yes

**Part 10: Intangibles and intellectual property**

59. **Does the debtor have any interests in intangibles or intellectual property?**

☒ No. Go to Part 11.

☐ Yes Fill in the information below.

**Part 11: All other assets**

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.

☒ Yes Fill in the information below.

**Current value of debtor's interest**

71. **Notes receivable**

Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

73. **Interests in insurance policies or annuities**

Debtor Hudson 888 Owner LLC Case number (If known) 24-10021  
Name

Nautilus Insurance Company  
RT Specialty, a division of RSG Specialty  
10150 York Road, 5th Floor  
Hunt Valley, MD 21030  
Hudson 888 Owner LLC XS Policy #AN1296859  
Hudson 888 Owner LLC UMB Policy  
#UMBNYF1730334A1  
Hudson 888 Owner LLC GL Policy #GLWF16845577 002

Unknown

Westchester Surplus Lines  
Insurance Company  
RSG SPECIALTY LLC  
1650 ARCH ST 26TH FLOOR  
PHILADELPHIA PA 19103

Unknown

74. Causes of action against third parties (whether or not a lawsuit  
has been filed)  
Hudson 888 Owner LLC, et al. v. DOF II Bloom Senior  
LLC, et al.,  
Index No. 161355/2023

Unknown

Nature of claim Contract  
Amount requested \$0.00

Hudson 888 Owner LLC v. The Tax Commission of The  
City of New York  
and The Commissioner of Finance of The City of New  
York  
NY County Supreme Court Index No. 254404/2023

Unknown

Nature of claim Property tax appeal  
Amount requested \$0.00

Hudson 888 Owner LLC v. The Tax Commission of The  
City of New York,  
and The Commissioner of Finance of The City of New  
York  
NY County Supreme Court Index No. 260720/2022

Unknown

Nature of claim Property tax appeal  
Amount requested \$0.00

Jose Pilapanta v. Hudson 888 Owner LLC, et al  
NY County Supreme Court Index No. 152726/2020  
Debtor has a third party claim against USA Interiors LLC  
and YGJ Tapers LLC

Unknown

Nature of claim Indemnification, contribution,  
and breach of contract  
Amount requested \$0.00

Debtor Hudson 888 Owner LLC  
Name

Case number (If known) 24-10021

Minghua Zhang v. Hudson 888 Owner LLC, et al  
NY County Supreme Court Index No. 502006/2020  
Debtor has a third party claim against Architectural  
Building Products, Inc.  
d/b/a Architectural Building Services and Universal Wall  
Solutions LLC

Unknown

Nature of claim	Indemnification, contribution, and breach of contract
Amount requested	<u>\$0.00</u>

David Aredondo v. Hudson 888 Owner LLC, et al  
Bronx County Supreme Court Index No. 31029/2019E  
Debtor has a cross claim against R.C. Structure Inc.

Unknown

Nature of claim	Indemnification and contribution
Amount requested	<u>\$0.00</u>

Segundo Juan Quinatoa v. Hudson 888 Owner LLC, et al  
Kings County Supreme Court Index No. 512235/2020  
Debtor has third party claims against USA Interiors LLC  
and YGJ Tapers LLC

Unknown

Nature of claim	Indemnification, contribution, and breach of contract
Amount requested	<u>\$0.00</u>

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims
76. Trusts, equitable or future interests in property
77. Other property of any kind not already listed *Examples:* Season tickets, country club membership
78. Total of Part 11.  
Add lines 71 through 77. Copy the total to line 90.
79. Has any of the property listed in Part 11 been appraised by a professional within the last year?
- ☒ No  
☐ Yes

\$0.00

Debtor **Hudson 888 Owner LLC**  
Name

Case number (If known) **24-10021**

**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. <b>Cash, cash equivalents, and financial assets.</b> <i>Copy line 5, Part 1</i>	<b>\$1,034,913.49</b>	
81. <b>Deposits and prepayments.</b> <i>Copy line 9, Part 2.</i>	<b>\$64,649.68</b>	
82. <b>Accounts receivable.</b> <i>Copy line 12, Part 3.</i>	<b>\$269,300.86</b>	
83. <b>Investments.</b> <i>Copy line 17, Part 4.</i>	<b>\$0.00</b>	
84. <b>Inventory.</b> <i>Copy line 23, Part 5.</i>	<b>\$0.00</b>	
85. <b>Farming and fishing-related assets.</b> <i>Copy line 33, Part 6.</i>	<b>\$0.00</b>	
86. <b>Office furniture, fixtures, and equipment; and collectibles.</b> <i>Copy line 43, Part 7.</i>	<b>\$0.00</b>	
87. <b>Machinery, equipment, and vehicles.</b> <i>Copy line 51, Part 8.</i>	<b>\$0.00</b>	
88. <b>Real property.</b> <i>Copy line 56, Part 9.....&gt;</i>		<b>\$120,000,000.00</b>
89. <b>Intangibles and intellectual property.</b> <i>Copy line 66, Part 10.</i>	<b>\$0.00</b>	
90. <b>All other assets.</b> <i>Copy line 78, Part 11.</i>	<b>\$0.00</b>	
91. <b>Total.</b> Add lines 80 through 90 for each column	<b>\$1,368,864.03</b>	<b>\$120,000,000.00</b>
92. <b>Total of all property on Schedule A/B.</b> Add lines 91a+91b=92		<b>\$121,368,864.03</b>

**Fill in this information to identify the case:**

Debtor name **Hudson 888 Owner LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **24-10021**

☐ Check if this is an amended filing

**Official Form 206D**

**Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

**1. Do any creditors have claims secured by debtor's property?**

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

**Part 1: List Creditors Who Have Secured Claims**

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim  Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1	<b>DOF II-Bloom Senior LLC</b>  Creditor's Name  <b>c/o BH3 Management, LLC 819 2nd Avenue, Suite 500 Fort Lauderdale, FL 33304</b>  Creditor's mailing address  <b>legal@bh3llc.com</b>  Creditor's email address, if known  <b>Date debt was incurred</b>  <b>Last 4 digits of account number</b>  Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	<b>Describe debtor's property that is subject to a lien</b> <b>All property located at 500 West 45th Street, New York, NY in which Hudson 888 Owner LLC has an interest, including all leases and rents in which Hudson 888 Owner LLC has an interest.</b>  <b>Describe the lien</b> <b>First Mortgage</b> <b>Is the creditor an insider or related party?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <b>Is anyone else liable on this claim?</b> <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)  <b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$58,866,065.00</b>  <b>\$120,000,000.00</b>

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. **\$58,866,065.00**

**Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you enter the related creditor?

Last 4 digits of account number for this entity

**Fill in this information to identify the case:**

Debtor name **Hudson 888 Owner LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **24-10021**

☐ Check if this is an amended filing

**Official Form 206E/F**

**Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1: List All Creditors with PRIORITY Unsecured Claims**

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☒ No. Go to Part 2.

☐ Yes. Go to line 2.

**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim	
3.1	<b>Nonpriority creditor's name and mailing address</b> <b>Carlyle Development Service</b> <b>295 Madison Ave, suite 320</b> <b>New York, NY 10017</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim: <u>Construction service</u></b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$2,353.00</b>
3.2	<b>Nonpriority creditor's name and mailing address</b> <b>CBRE, Inc.</b> <b>200 Park Avenue</b> <b>New York, NY 10116</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim: <u>Commercial Real Estate Services</u></b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$2,250.00</b>
3.3	<b>Nonpriority creditor's name and mailing address</b> <b>Communications Engineering Management</b> <b>85 S Farview Ave</b> <b>Paramus, NJ 07652</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim: <u>Consulting</u></b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$1,137.74</b>
3.4	<b>Nonpriority creditor's name and mailing address</b> <b>ConEdison</b> <b>700 E. 16th Street</b> <b>New York, NY 10009</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim: <u>Utility provider</u></b> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$19,161.34</b>

Debtor	<b>Hudson 888 Owner LLC</b> <small>Name</small>	Case number (if known)	<b>24-10021</b>
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3.5	<b>Nonpriority creditor's name and mailing address</b> <b>CT Corporation</b> <b>28 Liberty Street</b> <b>42 Floor</b> <b>New York, NY 10005</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u><b>Corporate service</b></u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$2,314.00</b>
3.6	<b>Nonpriority creditor's name and mailing address</b> <b>Ernst &amp; Young LLP</b> <b>200 Plaza Drive</b> <b>Secaucus, NJ 07094</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u><b>Consulting</b></u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$3,250.00</b>
3.7	<b>Nonpriority creditor's name and mailing address</b> <b>FirstService Residential Management</b> <b>333 7th Avenue, 5th Floor</b> <b>New York, NY 10001</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u><b>Property Management</b></u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$37,618.16</b>
3.8	<b>Nonpriority creditor's name and mailing address</b> <b>Holland &amp; Knight LLP</b> <b>1180 W Peachtree St. NW</b> <b>Suite 1800</b> <b>Atlanta, GA 30309</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u><b>Legal fees</b></u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$180,384.22</b>
3.9	<b>Nonpriority creditor's name and mailing address</b> <b>IPFS of New York, LLC</b> <b>PO Box 32144</b> <b>New York, NY 10087</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u><b>Insurance premium financing</b></u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$30,707.02</b>
3.10	<b>Nonpriority creditor's name and mailing address</b> <b>James F. Capalino Associates</b> <b>233 Broadway, Suite 710</b> <b>New York, NY 10279</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u><b>Consulting</b></u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$6,500.00</b>
3.11	<b>Nonpriority creditor's name and mailing address</b> <b>Kassin Sabbagh Realty</b> <b>1385 Broadway, 22nd Floor</b> <b>New York, NY 10018</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis for the claim:</b> <u><b>Broker's commission Fee</b></u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$53,394.39</b>

Debtor	<b>Hudson 888 Owner LLC</b> <small>Name</small>	Case number (if known)	<b>24-10021</b>
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3.12	<b>Nonpriority creditor's name and mailing address</b> <b>Marcum LLP</b> <b>10 Melville Park Road</b> <b>Melville, NY 11747</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Consulting fees (accounting)</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>Unknown</b>
3.13	<b>Nonpriority creditor's name and mailing address</b> <b>National Dust Control</b> <b>200 Blackford Avenue</b> <b>Middlesex, NJ 08846</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$1,872.58</b>
3.14	<b>Nonpriority creditor's name and mailing address</b> <b>NYC Department of Buidling</b> <b>280 Broadway</b> <b>Atrium 1st FloorCFB, Marquee</b> <b>New York, NY 10007</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Renewal fee</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$120.00</b>
3.15	<b>Nonpriority creditor's name and mailing address</b> <b>NYC Environmental Protection</b> <b>290 Broadway</b> <b>New York, NY 10007</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Water &amp; Wastewater</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$10,577.42</b>
3.16	<b>Nonpriority creditor's name and mailing address</b> <b>QG Floral Landscape</b> <b>154-10 Cross Island Parkway</b> <b>Whitestone, NY 11357</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Landscaping and maintenance</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$9,340.00</b>
3.17	<b>Nonpriority creditor's name and mailing address</b> <b>Regal Cleaning</b> <b>8 Sagamore Hill Drive</b> <b>Port Washington, NY 11050</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$4,948.45</b>
3.18	<b>Nonpriority creditor's name and mailing address</b> <b>Richard Layton &amp; Finger P.A</b> <b>920 North King Street</b> <b>Wilmington, DE 19801</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Legal Fees</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$13,009.50</b>

Debtor Name	Case number (if known)	
<b>Hudson 888 Owner LLC</b>	<b>24-10021</b>	
<b>3.19</b> Nonpriority creditor's name and mailing address <b>Saxe Doernberger &amp; Vita P.C.</b> <b>35 Nutmeg Drive, Ste140</b> <b>Trumbull, CT 06611</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Legal service</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$6,000.00</b>
<b>3.20</b> Nonpriority creditor's name and mailing address <b>SMBC Capital Markets Inc</b> <b>277 Park Avenue,</b> <b>New York, NY 10172</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Consulting</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>Unknown</b>
<b>3.21</b> Nonpriority creditor's name and mailing address <b>Socotec</b> <b>151 W 42nd Street</b> <b>24th Floor</b> <b>New York, NY 10036</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Consulting</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$2,381.00</b>
<b>3.22</b> Nonpriority creditor's name and mailing address <b>United Reprographic Services</b> <b>48 West 38th Street</b> <b>New York, NY 10018</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Vendor Printing service</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$5,156.13</b>
<b>3.23</b> Nonpriority creditor's name and mailing address <b>Verizon</b> <b>420 Lexington Avenue</b> <b>New York, NY 10170</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Utility provider</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$1,222.25</b>
<b>3.24</b> Nonpriority creditor's name and mailing address <b>Wang Technology</b> <b>42 Washington Road</b> <b>Princeton Junction, NJ 08550</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Consulting</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>Unknown</b>
<b>3.25</b> Nonpriority creditor's name and mailing address <b>Wells Fargo Credit Card</b> <b>Elite Card Payment Center</b> <b>420 Montgomery Street</b> <b>San Francisco, CA 94104</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Credit card</u> <u>Internet, TV, and Phone</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$3,507.11</b>

Debtor **Hudson 888 Owner LLC** Case number (if known) **24-10021**  
Name

3.26 Nonpriority creditor's name and mailing address **Wilkin Guttenplan**  
**499 Seventh Avenue, 6th Floor**  
**New York, NY 10018**  
Date(s) debt was incurred \_\_\_\_\_  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: *Check all that apply.* **\$21,000.00**  
☐ Contingent  
☒ Unliquidated  
☒ Disputed  
Basis for the claim: **Accounting advisors**  
Is the claim subject to offset? ☒ No ☐ Yes

3.27 Nonpriority creditor's name and mailing address **Windels Marx**  
**156 West 56th Street**  
**New York, NY 10019**  
Date(s) debt was incurred \_\_\_\_\_  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: *Check all that apply.* **\$68,330.00**  
☐ Contingent  
☐ Unliquidated  
☐ Disputed  
Basis for the claim: **Legal fees**  
Is the claim subject to offset? ☒ No ☐ Yes

3.28 Nonpriority creditor's name and mailing address **Wolters Kluwer**  
**9 W. Broad Street**  
**Stamford, CT 06902**  
Date(s) debt was incurred \_\_\_\_\_  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: *Check all that apply.* **\$10,000.00**  
☐ Contingent  
☐ Unliquidated  
☐ Disputed  
Basis for the claim: **Entity organization and register agent services**  
Is the claim subject to offset? ☒ No ☐ Yes

**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any

**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

Total of claim amounts	
5a. Total claims from Part 1	\$ <b>0.00</b>
5b. Total claims from Part 2	\$ <b>496,534.31</b>
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	\$ <b>496,534.31</b>

**Fill in this information to identify the case:**

Debtor name **Hudson 888 Owner LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **24-10021**

☐ Check if this is an amended filing

**Official Form 206G**

**Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

**1. Does the debtor have any executory contracts or unexpired leases?**

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B). *Property*

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1. State what the contract or lease is for and the nature of the debtor's interest **Retail unit lease**

State the term remaining **13 Year**

List the contract number of any government contract \_\_\_\_\_

**Buka Derm Management LLC  
214 Sullivan Street  
Robert Buka, M.D  
New York, NY 10012**

2.2. State what the contract or lease is for and the nature of the debtor's interest **Retail unit lease**

State the term remaining **7 year**

List the contract number of any government contract \_\_\_\_\_

**BV NY, Inc. d/b/a Bond Vet  
111 West 19th Street, 4th Fl.  
Mohamed Punjani  
New York, NY 10011**

2.3. State what the contract or lease is for and the nature of the debtor's interest **Independent Director Staffing Agreement**

State the term remaining \_\_\_\_\_

List the contract number of any government contract \_\_\_\_\_

**CT Corporation Staffing, Inc.  
19 Orange Street  
Wilmington, DE 19801**

2.4. State what the contract or lease is for and the nature of the debtor's interest **Property management**

State the term remaining \_\_\_\_\_

List the contract number of any government contract \_\_\_\_\_

**FirstService Residential Manag  
a/k/a Midboro Management  
333 7th Avenue, 5th Floor  
New York, NY 10001**

Debtor 1 **Hudson 888 Owner LLC**

First Name

Middle Name

Last Name

Case number (if known) **24-10021**

**Additional Page if You Have More Contracts or Leases**

**2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.5. State what the contract or lease is for and the nature of the debtor's interest **Retail unit lease**

State the term remaining

**13 Year**

List the contract number of any government contract

**Orthodontic Management Comp.  
d/b/a Diamond Brace  
15 Engle Street, #204  
Englewood, NJ 07631**

2.6. State what the contract or lease is for and the nature of the debtor's interest **Landscape design and maintenance for the Bloom Condominium**

State the term remaining

List the contract number of any government contract

**QG Floral Landscape  
154-10 Cross Island Parkway  
Whitestone, NY 11357**

2.7. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

**Socotec a/k/a Vidaris Inc.  
151 W 42nd Street  
24th Floor  
New York, NY 10036**

2.8. State what the contract or lease is for and the nature of the debtor's interest **Retail unit lease**

State the term remaining

**13 year**

List the contract number of any government contract

**Target Corporation  
RE Portfolio Managment  
1000 Nicollet Mall TPN 12H  
Minneapolis, MN 55403**

Fill in this information to identify the case:

Debtor name **Hudson 888 Owner LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **24-10021**

☐ Check if this is an amended filing

Official Form 206H

**Schedule H: Your Codebtors**

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

**1. Do you have any codebtors?**

☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

☒ Yes

**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.**

Column 1: **Codebtor**

Column 2: **Creditor**

Name

Mailing Address

Name

Check all schedules that apply:

2.1 **XIN Development Group Internat**  
**150 East 52nd Street Suite 8002 New York, NY 10022**

**DOF II-Bloom Senior LLC**

☒ D **2.1**  
☐ E/F \_\_\_\_\_  
☐ G \_\_\_\_\_

2.2 **Xinyuan Real Estate Co.**  
**150 East 52nd Street Suite 8002 New York, NY 10022**

**DOF II-Bloom Senior LLC**

☒ D **2.1**  
☐ E/F \_\_\_\_\_  
☐ G \_\_\_\_\_

**Fill in this information to identify the case:**

Debtor name **Hudson 888 Owner LLC**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **24-10021**

☐ Check if this is an amended filing

**Official Form 207**

**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

**Part 1: Income**

**1. Gross revenue from business**

☐ None.

**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year**

**From the beginning of the fiscal year to filing date:**

From **1/01/2024** to **Filing Date**

**Sources of revenue**  
Check all that apply

☒ Operating a business

☐ Other \_\_\_\_\_

**Gross revenue**  
(before deductions and exclusions)

**\$18,079.08**

**For prior year:**

From **1/01/2023** to **12/31/2023**

☒ Operating a business

☐ Other \_\_\_\_\_

**\$10,247,759.76**

**For year before that:**

From **1/01/2022** to **12/31/2022**

☒ Operating a business

☐ Other \_\_\_\_\_

**\$44,461,560.10**

**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

**Description of sources of revenue**

**Gross revenue from each source**  
(before deductions and exclusions)

**Part 2: List Certain Transfers Made Before Filing for Bankruptcy**

**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

**Creditor's Name and Address**

**Dates**

**Total amount of value**

**Reasons for payment or transfer**  
*Check all that apply*

Debtor **Hudson 888 Owner LLC**

Case number (if known) **24-10021**

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. <b>FirstService Residential Mana 333 7th Avenue, 5th Floor New York, NY 10001</b>	<b>10/08/2023-1/ 7/2024</b>	<b>\$293,813.69</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other__
3.2. <b>ConEdison 700 E. 16th Street New York, NY 10009</b>	<b>10/7/2023 -1/7/2024</b>	<b>\$51,879.84</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input checked="" type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input checked="" type="checkbox"/> Other__
3.3. <b>DOF II-Bloom Senior LLC c/o BH3 Management, LLC 819 2nd Avenue, Suite 500 Fort Lauderdale, FL 33304</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$9,750,000.00</b>	<input checked="" type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other__
3.4. <b>NYC Environmental Protection 290 Broadway New York, NY 10007</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$10,428.17</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other__
3.5. <b>Quinn &amp; Co. of NY LTD 48W 38th Street 12th fl. Penthouse New York, NY 10018</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$12,314.66</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other__
3.6. <b>NYC Dept. of Finance 66 John Street New York, NY 10038</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$948,399.90</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>RE Taxes</u>
3.7. <b>LMF Commercial LLC</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$25,000.00</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other__
3.8. <b>A&amp;A Consutling Group LLC 156 West 56th Street 3rd Floor New York, NY 10019</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$20,000.00</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other__

Debtor **Hudson 888 Owner LLC**

Case number (if known) **24-10021**

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.9. <b>Herrick, Feinstein LLP 2 Park Avenue New York, NY 10016</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$250,000.00</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <b>Legal fees</b>
3.10 <b>Cortland Capital</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$177,453.85</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <b>Financing</b>
3.11 <b>Reed Smith LLP 599 Lexington Ave, Ste 2200 New York, NY 10022</b>	<b>10/8/2023-1/7 /2024</b>	<b>\$25,850.70</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other ____

**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. <b>XIN Development Group International 150 East 52nd Street Suite 8002 New York, NY 10016 Guarntor</b>	<b>1/10/23 - 10/27/23</b>	<b>\$12,997,495.71</b>	<b>Loan Payments to Mortgage and Mezz Lender</b>
4.2. <b>Xinyuan Real Estate Co. 150 East 52nd Street Suite 8002 New York, NY 10016 Guarntor</b>	<b>1/10/23 - 10/27/23</b>	<b>\$12,997,495.71</b>	<b>Loan Payments to Mortgage and Mezz Lender</b>

**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

Debtor **Hudson 888 Owner LLC**Case number (if known) **24-10021**☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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**Part 3: Legal Actions or Assignments****7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

	Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1.	HUDSON 888 OWNER, LLC et al v. DOF II-BLOOM SENIOR LLC et al, 161355/2023	Contract	NY County Supreme Court 60 Center Street New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2.	HUDSON 888 OWNER LLC v. THE TAX COMMISSION OF THE CITY OF NEW YORK, AND THE COMMISSIONER OF FINANCE OF THE CITY OF NEW YORK 254404/2023	Property tax appeal	NY County Supreme Court 60 Centre Street New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3.	HUDSON 888 OWNER LLC v. THE TAX COMMISSION OF THE CITY OF NEW YORK, AND THE COMMISSIONER OF FINANCE OF THE CITY OF NEW YORK 260720/2022	Property tax appeal	NY County Supreme Court 60 Centre Street New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.4.	A&A Consulting Group LLC v. Hudson 888 Owner LLC et al, 652363/2023	Contract	NY County Supreme Court 60 Centre Street New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.5.	JOSE PILAPANTA v. HUDSON 888 OWNER LLC et al, 152726/2020	Personal Injury	NY County Supreme Court 60 Centre Street New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.6.	MINGHUA ZHANG v. HUDSON 888 OWNER LLC et al 502006/2020	Personal Injury	NY County Supreme Court 60 Centre Street New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.7.	David Aredondo v. Hudson 888 Owner LLC et al, 31029/2019E	Personal Injury	Bronx County Supreme Court 851 Grand Concourse Bronx, NY 10451	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.8.	EUNYOUNG JENNY KIM - v. - HUDSON 888 OWNER, LLC. et al, 451141/2018	Personal Injury	NY County Supreme Court 60 Centre Street New York, NY 10007	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Debtor **Hudson 888 Owner LLC**

Case number (if known) **24-10021**

	Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.9.	<b>SEGUNDO JUAN QUINATOA v. HUDSON 888 OWNER LLC et al, 512235/2020</b>	<b>Personal Injury</b>	<b>Kings County Suprteme Court 360 Adams Street Brooklyn, NY 11201</b>	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

**Part 4: Certain Gifts and Charitable Contributions**

**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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**Part 5: Certain Losses**

**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss  If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.  List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Dates of loss	Value of property lost
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**Part 6: Certain Payments or Transfers**

**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	<b>Herrick Feinstein LLP 2 Park Avenue New York, NY 10016</b>		<b>1/5/2024</b>	<b>\$750,000.00</b>

Email or website address

Who made the payment, if not debtor?  
**Xin Development Management East  
LLC**

Debtor **Hudson 888 Owner LLC**

Case number (if known) **24-10021**

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.2.	<b>Herrick, Feinstein LLP Two Park Avenue New York, NY 10016</b>		<b>12/29/23</b>	<b>\$100,000.00</b>
	Email or website address			
	Who made the payment, if not debtor?			

**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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**13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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**Part 7: Previous Locations**

**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address	Dates of occupancy From-To
14.1. <b>150 East 52nd Street, 6th Floor New York, NY 10022</b>	<b>12/28/2012-4/4/2022</b>

**Part 8: Health Care Bankruptcies**

**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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**Part 9: Personally Identifiable Information**

Debtor **Hudson 888 Owner LLC**

Case number (if known) **24-10021**

**16. Does the debtor collect and retain personally identifiable information of customers?**

- ☐ No.  
☒ Yes. State the nature of the information collected and retained.

**Debtor keeps digital records condominium purchaser's personally identifiable information from closing documents. Debtor does not have a formal privacy policy, but has and will keep this information confidential.**

Does the debtor have a privacy policy about that information?

- ☒ No  
☐ Yes

**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**

- ☒ No. Go to Part 10.  
☐ Yes. Does the debtor serve as plan administrator?

**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**

**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?  
Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- ☒ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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**19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

- ☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Does debtor still have it?
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**20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

- ☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
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**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**

**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

- ☐ None

Debtor Hudson 888 Owner LLCCase number (if known) 24-10021

Owner's name and address	Location of the property	Describe the property	Value
Buka Derm Management LLC 214 Sullivan Street New York, NY 10012		security deposit on retail unit	\$66,850.00
Owner's name and address	Location of the property	Describe the property	Value
Diamond Brace /a/k/a Orthodontic Management Co. 15 Engle Street #204 Englewood, NJ 07631		security deposit on retail unit	\$35,105.00

**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

*Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.**Report all notices, releases, and proceedings known, regardless of when they occurred.****22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?** Include settlements and orders.

- ☒ No.  
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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**23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**24. Has the debtor notified any governmental unit of any release of hazardous material?**

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**Part 13: Details About the Debtor's Business or Connections to Any Business****25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.  Dates business existed
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**26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

Debtor **Hudson 888 Owner LLC**

Case number (if known) **24-10021**

☐ None

Name and address		Date of service From-To
26a.1.	<b>Huihong Qian</b> <b>143 Iamport Blvd</b> <b>Staten Island, NY 10305</b>	<b>11/16/2021-1/15/2022</b>
26a.2.	<b>Allen Jiang</b> <b>65-50 Wetherole St. Apt 2E,</b> <b>Rego Park, NY 11374</b>	<b>12/6/2021-5/15/2023</b>
26a.3.	<b>YueJuan Weng</b> <b>10 David Ln</b> <b>Port Chester, NY 10573</b>	<b>01/2020-8/31/2023</b>
26a.4.	<b>Lily Chen</b> <b>139 Jefferson Ave</b> <b>Staten Island, NY 10306</b>	<b>2/14/2022-present</b>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26b.1.	<b>KPMG LLP</b> <b>345 Park Avenue</b> <b>New York, NY 10154-0102</b>	<b>2/28/2019-1/25/2023</b> <b>Tax Filing Service</b>
26b.2.	<b>Marcum LLP</b> <b>10 Melville Park Road</b> <b>Melville, NY 11747-3146</b>	<b>12/31/2021-4/12/2023</b> <b>Audit Service</b>

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address		If any books of account and records are unavailable, explain why
26c.1.	<b>Hudson 888 Owner LLC</b> <b>150 East 52nd Street</b> <b>Ste 8002</b> <b>New York, NY 10022</b>	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address	
26d.1.	<b>DREG CARED LENDER LLC</b> <b>245 Park Avenue, 42nd Floor</b> <b>New York, NY 10167</b>
26d.2.	<b>CG45 FUNDING, LLC</b> <b>509 Madison Avenue, Suite 506</b> <b>New York, NY 10022</b>

Debtor **Hudson 888 Owner LLC**Case number (if known) **24-10021****Name and address**

26d.3. **BH3 Management, LLC**  
**819 NE 2nd Avenue, Suite 500**  
**Fort Lauderdale, FL 33304**

26d.4. **DOF II-Bloom Senior LLC**  
**819 NE 2nd Avenue, Suite 500**  
**Fort Lauderdale, FL 33304**

26d.5. **DOF II-Bloom Mezz LLC**  
**819 NE 2nd Avenue, Suite 500**  
**Fort Lauderdale, FL 33304**

**27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- ☒ No  
☐ Yes. Give the details about the two most recent inventories.

**Name of the person who supervised the taking of the inventory****Date of inventory****The dollar amount and basis (cost, market, or other basis) of each inventory****28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.**

<b>Name</b>	<b>Address</b>	<b>Position and nature of any interest</b>	<b>% of interest, if any</b>
<b>Lisa M. Pierro</b>	<b>2509 E. Ann Street Philadelphia, PA 19134</b>	<b>Independent director</b>	
<b>Steven P. Zimmer</b>	<b>2604 Sheen Road Wilmington, DE 19808</b>	<b>Independent director</b>	
<b>Sheng Zhang</b>	<b>20 West 53rd Street New York, NY 10019</b>	<b>Chairman and CEO</b>	

**29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?**

- ☒ No  
☐ Yes. Identify below.

**30. Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No  
☐ Yes. Identify below.

**Name and address of recipient****Amount of money or description and value of property****Dates****Reason for providing the value****31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?**

- ☐ No  
☒ Yes. Identify below.

Debtor Hudson 888 Owner LLC

Case number (if known) 24-10021

**Name of the parent corporation**

**Xin Development Group International, Inc.**

**Employer Identification number of the parent corporation**

**EIN: 45-4157782**

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No  
☐ Yes. Identify below.

**Name of the pension fund**

**Employer Identification number of the pension fund**

**Part 14: Signature and Declaration**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 5, 2024

/s/ Sheng Zhang

Signature of individual signing on behalf of the debtor

Sheng Zhang

Printed name

Position or relationship to debtor Chairman and CEO

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☒ No  
☐ Yes